

EXHIBIT F3

USA Capital First Trust Deed Fund LLC**Summary of MFIM's Billing Categories (April 13, 2006 - March 12, 2007)**

<u>Category</u>	<u>FTDF</u>	<u>Overview of Activities</u>	<u>Benefits to the Estates</u>
Financial Analyses	\$ 93,022.60	Created and implemented FTDF's reporting package. Prepared monthly Loan Summary and other ad hoc requests received from Committee. Analyzed loan portfolio for impairment under GAAP.	Established regular reporting to monitor FTDF performance. Allowed Committee to understand and monitor the activities of the fund.
Cash Flow Model/Analyses	30,681.00	Prepare cash model and budget for each entity based upon expected receipts and disbursements. Monitor cash flow and cash balances to ensure that sufficient funds are on hand to pay post-petition obligations as they come due.	Operated FTDF throughout the case without additional financing. Disseminated FTDF's financial position to various parties in interest.
Analyzing Restructuring and Sale Options	424,673.03	Analyzed and vetted the restructuring and sale options available to maximize the recovery for the members of FTDF. Contacted numerous parties interested in purchasing certain assets. Provided information for due diligence of potential bidders. Negotiated with potential bidders. Negotiated Stalking Horse Bid. Qualified additional bidders Presided at and continued negotiations at Auction.	Successful auction process that will return potentially 85% of FTDF's capital to members (inclusive of collections on loans as well as cash proceeds from sale).
LSA - Document Review, Extraction and Loan by Loan Classification	73,717.50	Digitized and analyzed over 12,000 loan servicing agreements based on specific request from stalking horse bidder.	Produced loan servicing agreements for due diligence request of Stalking Horse Bidder thereby facilitating the sale.
Transition to Compass	104,482.00	Prepared and implemented workplans for transfer of assets to Compass including physical loan files, database of loan servicing information, information on status of negotiations with Borrowers.	Enabled successful closing of sale to Compass. Ensured that the Liquidating Trust had necessary documentation for wind-down activities
Disclosure Statement/Plan of Reorganization	87,257.67	Provided financial and operational information to Debtors' counsel as necessary for drafts of the Plan and Disclosure Statement. Drafted and reviewed relevant sections of the multiple versions of the Plan and Disclosure Statement. Negotiated the three versions of the Plan and Disclosure Statement with the Committees and other parties in interest.	Successful confirmation of the Plan in less than one year.
Liquidation Analysis	24,690.80	Prepared a detailed liquidation analysis for FTDF for each of the three Disclosure Statements. Analyzed collectibility of loan portfolio using appraisal values, guarantees, and status of negotiations.	Successful confirmation of the Plan including the sale of certain of FTDF's assets. Provided baseline for comparison of other recovery scenarios and framework for allocating loan proceeds based on the "waterfall".
Committee Requests	71,667.00	Responded to hundreds of requests for financial information, loan portfolio information, appraisals, research and reports from the financial advisors and counsel to the Committees.	Provided information to the Committee professionals, which facilitated their understanding of the Debtors' history, financial situation and prospects. Allowed the Committee professionals to review, discuss and negotiate on behalf of their constituents resulting in to a successful Plan Confirmation.
Committee Meetings	69,105.25	Prepared for and participated in meetings and teleconferences with the Committee professionals to provide information on issues and to negotiate successful outcomes as the cases progressed.	Provided forum for open discussion of issues with the Committees and their professionals. Allowed for a consensual Plan to be filed on an expedited basis.
Employment/Fee Applications	88,304.55	Prepared and reviewed monthly invoices and fee applications as required by the bankruptcy code and the administrative order. Negotiated allocations to each Debtor.	Communicated MFIM's efforts in the cases to the Committees and other parties. The delayed payment of MFIM's monthly statements provided sufficient cash flow to operate the businesses through the confirmation of the Plan.
Bankruptcy Motions/Filings	5,287.00	Researched facts and provided declarations in support of various motions filed on behalf of FTDF. Reviewed and edited these motions for factual consistency. Provided information to respond to motions filed by other parties in the case.	Moved these cases forward in a timely manner and allowed FTDF to perform certain functions necessary to maintain the business as a going concern. These motions were instrumental in the successful confirmation of the Plan.
Bankruptcy Schedules & SOFAs	12,140.00	Researched, located and analyzed financial information from FTDF. Provided information to BMC for the preparation of the Schedules of Assets and Liabilities. Utilized the reconstructed loans to determine the Diverted Principal asset. Researched additional unrecorded liabilities. Reviewed, edited and finalized Schedules and SOFA's produced by BMC.	Provided constituents with information about FTDF including the list of assets available to pay the liabilities. Provided information on unrecorded asset of Diverted Principal.

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Court Hearings/Preparation	86,276.00	Prepared for testimony and attended bimonthly omnibus Court hearings, emergency Court hearings, Disclosure statement hearing and Confirmation hearing.	Provided declaration and testimony for motions filed by the Debtors and provided information as the Court considered these and other motions presented in these cases. Allowed the Court and other constituencies to administer and consider these issues effectively
Case Administration	56,498.00	Ensured the Debtors' cases progressed in a timely manner. Created an information call in number for parties in interest. Engaged a claims agent, BMC, and assisted with the mailing matrix to ensure adequate notice. Drafted various press releases and other communications for parties in interest. Organized, indexed, and stored the Debtors' records for use in their cases. Fulfilled numerous requests and held meetings with the US Trustee.	Facilitated the efficient management of the businesses and these cases. Facilitated information provided in due diligence requests, investor inquiries, Committee requests and the transition of documents to post-effective date and post-closing entities.
Tax Issues/Analysis	27,691.00	Analyzed tax issues of the fund as a partnership in bankruptcy especially related to the impairment of assets, the character of the income and expenses passed through to the fund member, and the determination of whether the Fund is a trade or business or a passive entity. Researched and analyzed prior year tax returns and financial statements for book/ tax adjustments and issues.	Mailed K-1's to fund members in a timely manner post-effective date.
Monthly Operating Reports	7,288.00	Reviewed and edited Monthly Operating Reports for April 2006 through January 2007.	Communicated the performance of the Debtor to the parties in interest.
Claims Analysis	12,265.00	Researched and reconciled claims to the scheduled amounts, the books and records, and the account numbers. Provided exhibits to counsel for objections to claims filed against the Estate.	Ensured only valid claims were paid from the Estate, resulting in a higher recovery on the remaining claims.
Transition Issues and Activities	11,877.70	Prepared and implemented workplans for the wind-down of FTDF. Participated in numerous conference calls with the Committees on transition issues including responsibility for claims objections, payment of claims, dissolution of the fund, and payments to fund members.	Enabled smooth transition of files and litigation to post-effective FTDF. Also ensured that post-effective FTDF maintained necessary documentation to wind-down and to pursue additional recoveries.
Gross Total	\$ 1,286,924.10		
Less Voluntary Reductions	(39,513.58)	Related to Employment / Fee Application category	
Net Total	\$ 1,247,410.52		